

**Certification for United States Tax Withholding
for Foreign Governments and Other Foreign Organizations**
(For use by foreign governments, international organizations, foreign central banks of issue, and tax-exempt organizations.)

OMB No. 1545-xxxx

Department of the Treasury
Internal Revenue Service

- ▶ Section references are to the Internal Revenue Code.
▶ Please type or print. ▶ See separate instructions.
▶ Give this form to the withholding agent or payer. Do not send to the IRS.

Caution: Use **Form W-8A** if you are claiming an exemption from U.S. withholding on income that is effectively connected with the conduct of a trade or business in the United States. Use **Form W-8C** if you are acting as an intermediary.

Part I Identification of Beneficial Owner

1 Name of organization

2 Type of entity Foreign government International organization Foreign central bank of issue (not wholly owned by the foreign sovereign) Foreign tax-exempt organization

3 Permanent address (Street, apt. or suite no., or rural route). Do not use a P.O. box.

City or town, state or province. Include postal code where appropriate. Country (do not abbreviate)

4 Mailing address (if different from above)

City or town, state or province. Include postal or ZIP code where appropriate. Country (do not abbreviate)

5 Country of incorporation or organization 6 Foreign tax identifying number, if any
7 U.S. taxpayer identifying number, if required (see instructions) 8 Account number(s) (optional)

Part II Certification Statement

- 9 For a foreign government:
- I certify that the entity identified in Part I is a foreign government within the meaning of section 892 and the payments are within the scope of the exemption granted by section 892.
 - Check one:
 - The entity identified in Part I is an integral part of the government of
 - The entity identified in Part I is a controlled entity of the government of
- 10 For an international organization:
- I certify that:
 - The entity identified in Part I is an international organization within the meaning of section 7701(a)(18); and
 - The payments are within the scope of the exemption granted by section 892.
- 11 For a foreign central bank of issue (not wholly owned by the foreign sovereign):
- I certify that:
 - The entity identified in Part I is a foreign central bank of issue;
 - The entity identified in Part I does not hold obligations or bank deposits to which this form relates for use in connection with the conduct of a commercial banking function or other commercial activity; and
 - The payments are within the scope of the exemption granted by section 895.
- 12 For a foreign tax-exempt organization:
- If any of the income to which this certification relates constitutes income includible under section 512 in computing the entity's unrelated business taxable income, an attachment has been provided identifying such amounts.
 - Check one:
 - a I certify that the entity identified in Part I has been issued a determination letter by the IRS dated that is currently in effect and that concludes that it is an organization described in section 501(c).
 - b I have attached to this form an opinion from U.S. counsel concluding that the entity identified in Part I is described in section 501(c).
For 501(c)(3) organizations only, check one:
 - c If the determination letter or opinion of counsel concludes that the entity identified in Part I is described in section 501(c)(3), I certify that the organization is not a private foundation described in section 509. I have attached an affidavit of the organization setting forth sufficient facts for the IRS to determine that the organization is not a private foundation because it meets one of the exceptions described in section 509(a)(1), (2), (3), or (4).
 - d If the determination letter or opinion of counsel concludes that the entity identified in Part I is described in section 501(c)(3), I certify that the organization is a private foundation described in section 509.

Part III Claim of Tax Treaty Benefits

I certify that:

- a** The beneficial owner is a resident of within the meaning of the income tax treaty in effect between the United States and that country. (name of country)
- b** If required, the taxpayer identifying number is stated on line 7 (see instructions).
- c** The beneficial owner meets the requirements of the article in the applicable treaty dealing with limitation on benefits.
- d** The income is business profits (or industrial or commercial profits) exempt from U.S. tax.

Under penalties of perjury, I declare that I have examined the information on this form and to the best of my knowledge and belief it is true, correct, and complete and that:

- The organization for which I am signing is the beneficial owner of the income to which this form relates;
- The beneficial owner is a foreign person;
- The income to which this certificate relates is not effectively connected with the conduct of a trade or business in the United States; **and**
- For broker transactions or barter exchanges, the beneficial owner is an exempt foreign person as defined in the instructions.
- For a beneficial owner that is a controlled entity of a foreign sovereign (other than a central bank of issue wholly owned by a foreign sovereign), the beneficial owner is not engaged in commercial activities within or outside the United States.
- For a beneficial owner that is a central bank of issue wholly owned by a foreign sovereign, the beneficial owner is not engaged in commercial activities within the United States.

Sign here_____
Signature of authorized official_____
Date_____
Capacity in which acting

Printed on recycled paper

Instructions for Form W-8B



Department of the Treasury
Internal Revenue Service

(October 1998)

Certification for United States Tax Withholding for Foreign Governments and Other Foreign Organizations

Section references are to the Internal Revenue Code unless otherwise noted.

General Instructions

Purpose of form. Foreign persons are subject to U.S. tax at a 30% rate on income they receive from U.S. sources that consists of interest (including certain original issue discount (OID)), dividends, rents, premiums, annuities, compensation for, or in expectation of, services performed, or other fixed or determinable annual or periodical gains, profits, or income. This tax is imposed on the gross amount paid and is generally collected by way of withholding on that amount. A payment is considered to have been made whether it is made directly to the beneficial owner or to another person for the benefit of the beneficial owner.

If you receive certain types of income, you must provide Form W-8B to:

- Establish that you are a foreign person;
- Claim that you are the beneficial owner of the income for which Form W-8B is given; and
- Claim a reduced rate of, or exemption from, withholding as a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation.

In general, payments to a foreign government (including a foreign central bank of issue wholly owned by a foreign sovereign) from investments in the United States in stocks, bonds, other domestic securities; financial instruments held in the execution of governmental financial or monetary policy; and interest on deposits in banks in the United States are exempt from tax under section 892 and exempt from withholding under sections 1441 and 1442. Payments other than those described above, including income derived in the U.S. from the conduct of a commercial activity; income received from a controlled commercial entity (including gain from the disposition of any interest in a controlled commercial entity); and income received by a controlled commercial entity, do not qualify for exemption from tax under section 892 nor exemption from withholding under sections 1441 and 1442. See Temporary Regulations section 1.892-3T. For the definition of "commercial activities," see Temporary Regulations section 1.892-4T.

In general, payments to an international organization from investment in the United States in stocks, bonds and other domestic securities; interest on deposits in banks in the United States and payments from any other source within the United States are exempt from tax under section 892 and exempt from withholding under sections 1441 and 1442. See, Temporary Regulations section 1.892-6T. Payments to a foreign central bank of issue (whether or not wholly owned by a foreign sovereign) or to the Bank for International Settlements from obligations of the United States or of any agency or instrumentality thereof, or from interest on deposits with persons carrying on the banking business are also generally exempt from tax under section 895 and exempt from withholding under sections 1441 and 1442. In addition, payments to a foreign central bank of issue from bankers' acceptances are exempt from tax under section 871(i)(2)(C) and exempt from withholding under sections 1441 and 1442.

Payments to a foreign tax-exempt organization or foreign private foundation from certain types and amounts of U.S. source income are also generally exempt from tax and exempt from withholding.

To establish eligibility for exemption from tax and withholding, a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation must provide a Form W-8B to a withholding agent or payer with all necessary documentation. The withholding agent or payer of the income may rely on a properly completed Form W-8B to treat the payment associated with the Form W-8B as a payment to a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation exempt from withholding at source.

Failure by a beneficial owner to provide a Form W-8B when requested may lead to withholding of a 30% or 31% amount from the payment. It may also lead to a 30% or 31% tax assessment on the withholding agent or payer, as well as penalties for lack of compliance.

Who must file. You must give Form W-8B to the withholding agent or payer if you are a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation. File Form W-8B whether or not you are claiming a reduced rate of, or exemption from, U.S. tax withholding.

DO NOT use Form W-8B if:

- You are not a foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation. Instead, provide Form W-8 or Form W-8C.
- You are receiving income that is effectively connected with the conduct of a trade or business in the United States. Instead, provide Form W-8A.
- You are a foreign partnership. Instead, provide Form W-8A or Form W-8C. But if you are a partner in a partnership and you are not yourself a partnership, you may be required to furnish a Form W-8B to the partnership.
- You are acting as an intermediary (i.e., acting not for your own account, but for the account of others as an agent, nominee, or custodian). Instead, provide Form W-8C.

Giving Form W-8B to the withholding agent. Give Form W-8B to the person who is requesting it from you. Generally, this person will be the one from whom you receive the payment or who credits your account. Generally, a separate Form W-8B must be given to each withholding agent.

Give Form W-8B to the person requesting it before the payment is made to you or credited to your account. If you do not provide this form, the withholding agent may have to withhold tax at a 30% (nonresident alien withholding) or 31% (backup withholding) rate. If you receive more than one type of income from a single withholding agent, you may have to submit a Form W-8B for each different type of income.

DO NOT send Form W-8B to the IRS.

Change in status. If a change in circumstances makes any information on the Form W-8B you have submitted incorrect, you must notify the withholding agent within 30 days of the change in circumstances and you **must** file a new Form W-8B.

If you use Form W-8B to claim treaty benefits, a move outside the country where you have been claiming treaty benefits is a change in circumstances. In that case, you must notify the IRS within 30 days of the move.

Definitions

Beneficial owner. The beneficial owner is the person who is the owner of the income for tax purposes and who beneficially owns the income. Thus, a person receiving income as a nominee, custodian or agent for another person is not the beneficial owner of the income. Generally, a person is treated as the owner of the income to the extent it is required under U.S. tax principles to include the amount paid in gross income on a tax return. A person who is the owner of income is considered the beneficial owner of that income unless that person is a conduit entity whose participation in a transaction can be disregarded. Generally, the principles of section 7701(l) and Regulations section 1.881-3 apply to determine if a person is a conduit entity.

A foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation which is the owner of the income for tax purposes is generally considered the beneficial owner of that income.

Foreign person. A "foreign person" includes a nonresident alien individual, a foreign corporation, a foreign partnership, a foreign trust, foreign estate, foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation and any other person that is not a U.S. person. It also includes a foreign branch or office of a U.S. financial institution or U.S. clearing organization if the foreign branch is a qualified intermediary. Generally, a payment to a U.S. branch of a foreign person is a payment to a foreign person.

Foreign government. A "foreign government" includes only the integral parts or controlled entities of a foreign sovereign as defined in Temporary Regulations section 1.892-2T.

An **integral part** of a foreign sovereign, in general, is any person, body of persons, organization, agency, bureau, fund, instrumentality, or other body, however designated, that constitutes a governing authority of a foreign country. The net earnings of the governing authority must be credited to its own account or to other accounts of the foreign sovereign, with no portion benefiting any private person.

A **controlled entity** of a foreign sovereign is an entity that is separate in form from the foreign sovereign or otherwise constitutes a separate juridical entity only if:

1. It is wholly owned and controlled by the foreign sovereign directly or indirectly through one or more controlled entities;
2. It is organized under the laws of the foreign sovereign by which it is owned;
3. Its net earnings are credited to its own account or to other accounts of the foreign sovereign, with no portion of its income benefiting any private person; and
4. Its assets vest in the foreign sovereign upon dissolution.

The term "controlled entity" also includes a **pension trust** defined in Temporary Regulations section 1.892-2T(c) and may include a **foreign central bank of issue** to the extent that it is wholly owned by a foreign sovereign.

A foreign government must provide Form W-8B to establish eligibility for exemption from withholding for payments exempt from tax under section 892.

International organization. An international organization is any public international organization entitled to enjoy privileges, exemptions, and immunities as an international organization under the International Organizations Immunities Act (22 U.S.C. 288-288(f)). In general, to qualify as an international organization, the United States must participate in the organization pursuant to a treaty or under the authority of an Act of Congress authorizing such participation. See Regulations section 1.893-1(b)(3).

A withholding agent may treat a payee as an international organization without requiring a withholding certificate if the name of the payee is one designated as an international organization by executive order (pursuant to 22 U.S.C. 288 through 288(f)) and other facts surrounding the payment reasonably indicate that the beneficial owner of the payment is an international organization.

Amounts exempt from tax under section 892. Only a foreign government or an international organization as defined above qualifies for exemption from taxation under section 892. Section 892 generally excludes from gross income and exempts from U.S. taxation income of a foreign government received from investments in the United States in stocks, bonds, or other domestic securities; financial instruments held in the execution of governmental financial or monetary policy; and interest on deposits in banks in the United States of monies belonging to the foreign government. See Temporary Regulations section 1.892-3T. Income of a foreign government from sources other than those enumerated above or that is: **(a)** derived from the conduct of any commercial activity; **(b)** received directly or indirectly from a controlled commercial entity, or **(c)** derived from the disposition of any interest in a controlled commercial entity is not exempt from U.S. taxation. See section 892(a)(2)(A). For the definition of "commercial activity," see Temporary Regulations section 1.892-4T.

Section 892 also generally excludes from gross income and exempts from U.S. taxation income of an international organization received from investments in the United States in stocks, bonds, or other domestic securities and interest on deposits in banks in the United States of monies belonging to the international organization or from any other source within the United States.

Controlled commercial entity. A "controlled commercial entity" is an entity engaged in commercial activities (whether within or outside the United States) if the foreign government: **(a)** holds any interest in the entity that is 50% or more of the total of all interests in the entity, or **(b)** holds a sufficient interest or any other interest in the entity which provides the foreign government with effective practical control of the entity. See Temporary Regulations section 1.892-5T.

Note: A foreign central bank of issue will be treated as a controlled commercial entity only if it engages in commercial activities within the United States. See definition below.

Foreign central bank of issue. A foreign central bank of issue is a bank that is by law or government sanction the principal authority, other than the government itself, to issue instruments intended to circulate as currency. Such a bank is generally the custodian of the banking reserves of the country under whose law it is organized. For purposes of section 895, the Bank of International Settlements will be treated as though it were a foreign central bank of issue. See Regulations section 1.895-1(b).

A foreign central bank of issue must provide Form W-8B to establish eligibility for exemption from withholding for payments exempt from tax under either section 892 or section 895. However, with regard to amounts derived from bankers' acceptances, a withholding agent may treat a payee as a foreign central bank of issue without requiring a Form W-8B if the name of the payee and other facts surrounding the payment reasonably indicate that the beneficial owner of the payment is a foreign central bank of issue.

Amounts exempt from tax under section 895. Section 895 generally excludes from gross income and exempts from U.S. taxation income a foreign central bank of issue receives from obligations of the United States (or of any agency or instrumentality thereof) or from interest on deposits with persons carrying on the banking business unless such obligations or deposits are held for, or used in connection with, the conduct of commercial banking functions or other commercial activities of the foreign central bank of issue.

Amounts subject to withholding. An amount subject to withholding is an amount from sources within the United States that is fixed or determinable annual or periodical (FDAP) income. FDAP income is all income included in gross income, including interest (and original issue discount (OID)), dividends, rents, royalties, and compensation. FDAP income does not include most gains from the sale of property (including market discount and option premiums) and insurance premiums within the meaning of section 4372 paid to a foreign insurer or reinsurer. FDAP also does not include items of U.S. source income that

are excluded from gross income without regard to the identity of the holder, such as interest under section 103(a).

Other amounts that are subject to withholding that are not FDAP income are payments of U.S. source gains from the disposal of timber, coal, or domestic iron ore with a retained economic interest, and U.S. source gains from the sale or exchange of patents, copyrights, and similar intangible property that are contingent on the productivity, use, or disposition of the property or interest sold or exchanged.

Withholding on a payment of accrued OID is required only when the withholding agent has actual knowledge of the portion of the payment that is taxable to the beneficial owner as OID. A withholding agent has actual knowledge if it knows how long the beneficial owner has held the obligation, the terms of the obligation, and whether the beneficial owner purchased the obligation at a premium. A withholding agent is treated as having knowledge if the information is reasonably available. Information is reasonably available if a withholding agent maintains a direct account relationship with the beneficial owner. Even if a withholding agent does not have this knowledge, it must withhold on the entire amount of OID if it does not have a Form W-8 from the beneficial owner and the OID would qualify as portfolio interest if a Form W-8 had been provided.

Withholding agent. Any person, U.S. or foreign, that has the control, receipt, custody, disposal, or payment of an item of income of a foreign person subject to withholding is a withholding agent. The withholding agent may be an individual, corporation, partnership, trust, association, or any other entity. Generally, the person who pays or conveys the item of U.S. source income to the nonresident alien individual (or to his or her agent) must withhold.

Specific Instructions

Part I

Note: Before completing Part I, complete the **Worksheet for Foreign Governments, International Organizations, and Foreign Central Banks of Issue** on page 4 to determine whether amounts received are or will be exempt from U.S. tax under sections 892 or 895 and exempt from withholding under sections 1441 and 1442. Use the results of this worksheet to check the appropriate box in Part II.

Line 1. Enter the full name of the organization.

Line 2. Check the **one** box that applies.

Line 3. The permanent address of a foreign government, international organization, or foreign central bank of issue is where it maintains its principal office. For all other organizations, the permanent address is the address in the country where it claims to be a resident for tax purposes. **Do not show** the address of a financial institution, a post office box, or an address used solely for mailing purposes.

Line 4. Enter the mailing address only if it is different from the address shown on line 3.

Line 5. Enter the country of organization or incorporation.

Line 6. If the country of residence for tax purposes has issued the organization a tax identifying number, enter it here.

Line 7. A U.S. taxpayer identification number (TIN) means an Employer Identification Number (EIN). A TIN is generally required if you are claiming an exemption based solely on your claim of tax-exempt status under section 501(c) or private foundation status and for any person claiming a treaty benefit. A TIN is required for any foreign trust. Use **Form SS-4**, Application for Employer Identification Number, to obtain an EIN.

Line 8. List all account numbers with the same payer unless the payer requires a separate Form W-8B for each account.

Part II

Line 9. Check the appropriate box. Enter the name of the foreign sovereign's country if you are an integral part of a foreign government or are a controlled entity. A central bank of issue

(wholly owned by a foreign sovereign) should check the controlled entity box.

Line 10. Check this box if you are an international organization.

Line 11. Check this box if you are a central bank of issue not wholly owned by a foreign sovereign.

Line 12. Check the appropriate box if you are a foreign tax-exempt organization.

Caution: If you are a foreign tax-exempt organization, you must attach a statement setting forth any income that is includible under section 512 in computing your unrelated business taxable income.

Box 12a. Check this box if you have been issued a determination letter by the IRS. Enter the date of the IRS determination letter.

Box 12b. Check this box if you do not have an IRS determination letter, but are providing an opinion of U.S. counsel concluding that you are an organization described in section 501(c).

Box 12c. If you are a section 501(c)(3) organization, check this box if you are **not** a private foundation. You must attach to the withholding certificate an affidavit setting forth sufficient facts concerning your operations and support to enable the IRS to determine that you would be likely to qualify as an organization described in section 509(a)(1), (2), (3), or (4).

Box 12d. Check this box if you are a section 501(c)(3) organization and you are a private foundation described in section 509.

Part III

Complete Part III only if you are claiming a reduced rate of or exemption from withholding under an income tax treaty. If you are a foreign tax-exempt entity and the treaty under which you are claiming benefits does not require that you meet that treaty's "limitation on benefits" provisions, write "Not Applicable" next to **line c**.

Note: A foreign government will be treated as a corporate resident of its country for purposes of any income tax treaty obligation of the United States if such government grants equivalent treatment to the Government of the United States. See section 892(a)(3).

Signature

Form W-8B must be signed and dated by an authorized official of the foreign government, international organization, central bank of issue, or tax-exempt organization, as appropriate.

Instructions for Withholding Agent

Responsibilities of the Withholding Agent. If you make a payment of interest, dividends, rents, royalties, commissions, nonemployee compensation, or certain other amounts (including broker and barter exchange transactions, and certain payments made by fishing boat operators), you are generally required to obtain from the payee either a Form W-9 with a TIN or a Form W-8, W-8A, W-8B, or W-8C. If you receive a Form W-9 with a TIN, you must generally make an information return on Form 1099. If you receive a Form W-8, W-8A, W-8B, or W-8C, you are exempt from reporting on Form 1099, but you may have to file Form 1042-S and withhold under the rules applicable to payments made to foreign persons. See **Form 1042-S**, Foreign Person's U.S. Source Income Subject to Withholding.

Generally, you can rely on a Form W-8, Form W-8A, Form W-8B, or Form W-8C only to the extent you can reliably associate a payment with it. You can reliably associate a payment with a Form W-8, Form W-8A, Form W-8B, or Form W-8C if, for that payment, you hold a valid form, you can reliably determine how much of the payment relates to the form, and you have no actual knowledge or reason to know that any of the information or certifications on the form are incorrect.

If you do not receive Form W-8, Form W-8A, Form W-8B, Form W-8C, or Form W-9, or if you cannot reliably associate the payment with a Form W-8, Form W-8A, Form W-8B, or Form W-8C, you must determine whether a payment should be treated

**WORKSHEET FOR FOREIGN GOVERNMENTS,
INTERNATIONAL ORGANIZATIONS, AND CENTRAL BANKS OF ISSUE**

Complete the worksheet below to determine whether amounts received are or will be exempt from United States tax under sections 892 or 895 and exempt from withholding under sections 1441 and 1442.

- Foreign governments and foreign central banks of issue, start with question 1.
- International organizations, go directly to question 6.

FOREIGN GOVERNMENT	Yes	No
<p>1a Is the foreign government an integral part of a foreign sovereign (see Definitions)? (If “Yes,” go to question 4 If “No,” answer question 1b.)</p>		
<p>b Is the foreign government a controlled entity of a foreign sovereign (see Definitions)? (If “Yes,” answer question 2a. If “No,” go to question 7a.)</p>		
<p>2a Is the controlled entity a foreign central bank of issue (see Definitions)? (If “Yes,” answer question 2b. If “No,” go to question 3.)</p>		
<p>b Is the foreign central bank of issue engaged in commercial activities within the United States? (If “Yes,” go to question 7a. If “No,” go to question 4.)</p>		
<p>3 Is the controlled entity engaged in commercial activities anywhere in the world? (If “Yes,” income is not exempt from tax under section 892 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A. If “No,” answer question 4.)</p>		
<p>4 Does the foreign government or foreign central bank of issue (wholly owned by the foreign sovereign) receive income directly or indirectly from any controlled commercial entities (see Definitions)? (If “Yes,” income is not exempt from tax under section 892 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A. If “No,” answer question 5.)</p>		
<p>5 Is any of the income received by the foreign government or foreign central bank of issue (wholly owned by the foreign sovereign) from sources other than investments in the United States in stocks, bonds, other domestic securities (as defined in Temporary Regulations section 1.892-3T(a)(3)), financial instruments held in the execution of governmental financial or monetary policy (as defined in Temporary Regulations section 1.892-3T(a)(4) and a(5)), or interest on deposits in banks in the United States? (If “Yes,” income is not exempt from tax under section 892 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A. If “No,” check the appropriate box on line 9 of your Form W-8B.)</p>		
INTERNATIONAL ORGANIZATION	Yes	No
<p>6 Is the international organization an organization in which the United States participates pursuant to any treaty or under an Act of Congress authorizing such participation and to which the President of the United States has issued an Executive Order entitling the organization to enjoy the privileges, exemptions, and immunities provided under the International Organization Immunities Act (22 U.S.C. 288, 288e, 288f)? (If “Yes,” check the box on line 10 of your Form W-8B. If “No,” income may be subject to withholding. DO NOT complete this form with respect to such income. Instead, complete Form W-8 or W-8A.)</p>		
FOREIGN CENTRAL BANK OF ISSUE	Yes	No
<p>7a Is the entity a foreign central bank of issue which is either wholly or partially owned by the foreign sovereign? (If “Yes,” answer question 7b. If “No,” income is not exempt from tax under section 895 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A.)</p>		
<p>b Is the income received by the central bank of issue from sources other than obligations of the United States (or of any agency or instrumentality thereof) or from interest on deposits with persons carrying on the banking business? (If “Yes,” income is not exempt from tax under section 895 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A. If “No,” answer question 7c.)</p>		
<p>c Are the obligations of the United States (or of any agency or instrumentality thereof) or bank deposits owned by the foreign central bank of issue held for, or used in connection with, the conduct of commercial banking functions or other commercial activities by the foreign central bank of issue? (If “Yes,” income is not exempt from tax under section 895 and may be subject to withholding. DO NOT complete Form W-8B with respect to such income. Instead, complete Form W-8 or W-8A. If “No,” check the box on line 11 of your Form W-8B.)</p>		

as made to a U.S. person or to a foreign person. Generally, you must rely on the presumption rules set forth in Regulations sections 1.1441-1(b)(3), 1.1441-4(a), 1.1441-5(d), 1.1441-5(e), 1.1441-9(b)(3), and 1.6049-5(d) if a payee required to provide Form W-8, Form W-8A, Form W-8B, Form W-8C, or Form W-9 does not provide the form or the form is incorrect. Generally, the payee is treated as a U.S. person, and you are required to report the payment on Form 1099 and apply 31% backup withholding.

Note: *Certain payees known as “exempt recipients” are not required to provide a Form W-9 and are exempt from backup withholding. If you make a payment to an exempt recipient, you do not have to obtain a Form W-9 and you have no Form 1099 reporting requirement. However, if the exempt recipient has an Employer Identification Number (EIN) beginning with “98” or shows a foreign mailing address; the name of the payee indicates that it is on the per se corporation list in Regulations section 301.7701-2(b)(8)(i); or the payment is made outside of the United States, treat the recipient as a foreign person. In that case, 30% withholding may apply. See the **Instructions for Requester of Form W-9** for a list of exempt recipients.*

Foreign governments, international organizations, foreign central banks of issue, foreign tax-exempt organizations, and foreign private foundations are required to give Form W-8B to the withholding agent or payer to claim an exemption from withholding.

Requesting Form W-8B. You must request Form W-8B from any foreign government, international organization, foreign central bank of issue, foreign tax-exempt organization, or foreign private foundation to which you are making a payment. You must do so before making a payment so that you hold the form when making the payment.

When you receive a completed Form W-8B, you must review it for completeness and accuracy. You may rely on the information and certifications provided on the form unless you have actual knowledge or reason to know that the information is untrue or incorrect. You have reason to know that the information is untrue or incorrect if you have knowledge of relevant facts concerning statements contained in the withholding certificates or other documentation that would cause a reasonably prudent person in the position of the withholding agent to question the claims made. For example, if you have information in your records that contradicts information provided on the form, you may not rely on the form. If you know or have reason to know that any information is untrue or incorrect, you must obtain a new Form W-8B or obtain documentation from the beneficial owner to support the beneficial owner's claim of foreign status or reduced withholding.

Due diligence requirements. You are responsible for ensuring that all information relating to the type of income for which Form W-8B is submitted is complete and appears accurate. You must request a new Form W-8B:

- Upon the expiration of an existing Form W-8B.
- If the existing Form W-8B does not support a claim of reduced rate for a different type of income.
- When there is a change in the recipient's circumstances that makes any information on the current Form W-8B incorrect (see **Change in Status** under **General Instructions** above).

If you are a foreign financial institution (including a regulated investment company) paying dividends and interest from stocks and debt obligations that are actively traded, dividends from any redeemable security issued by an investment company registered under the Investment Company Act of 1940, dividends, interest, or royalties from units of beneficial interest in a unit investment trust that are (or were upon issuance) publicly offered and registered with the SEC under the Securities Act of 1933, and amounts paid with respect to loans of security, you have reason to know that the Form W-8B or documentary evidence for a beneficial owner is not reliable and you must request a new form W-8B or additional documentation in support of a beneficial owner's claims in any of the following circumstances:

1. The permanent address given is an address in the United States. If you have no information in your files, you must contact

the beneficial owner or the beneficial owner's agent in the United States and obtain an explanation in writing supporting the claim of foreign status of the beneficial owner. Documentation supporting the claim must be attached to the beneficial owner's statement. If the beneficial owner is other than an individual, trust, or estate, you must inquire as to whether the person whose name is on the Form W-8B is actually organized or created under the laws of a foreign country.

2. The payment is directed to a P.O. box, in-care-of address, or a U.S. address. In the case of a person other than an individual, the withholding agent may rely on appropriate evidence to ascertain that the person whose name is on the withholding certificate is not a U.S. person.

3. If treaty benefits are claimed, the permanent or mailing address is not in the corresponding treaty country. In this case, the withholding agent may rely on the type of documentary evidence mentioned in item 2, above.

4. The mailing address on the Form W-8B is in the United States or the beneficial owner notifies you of a new address for mailing or residential purposes that is in the United States, a P.O. box, or an in-care-of address, or, in the case of income for which benefits under a tax treaty are claimed, the mailing address on Form W-8B or the new mailing or residential address is not in the treaty country. The withholding agent may rely on documentary evidence of a type described in item 2 supporting a beneficial owner's claim of residence in a treaty country.

Grace period for certain payments. For specific types of payments, you may treat a payee as a foreign person (up to a maximum of 90 days) if you do not hold a valid Form W-8B from the payee and you have any of the following:

- An address in a foreign country for that person.
- A facsimile copy or other non-qualified electronic transmission of the information contained on a Form W-8B.
- A Form W-8B that is no longer reliable for reasons other than because its validity has expired.

The grace period applies only for the following types of payments:

- Dividends and interest from stocks and debt obligations that are actively traded;
- Dividends from any redeemable security issued by an investment company registered under the Investment Company Act of 1940 (mutual funds);
- Dividends, interest, or royalties from units of beneficial interest in a unit investment trust that are (or were upon issuance) publicly offered and are registered with the SEC under the Securities Act of 1933; and
- Income related to loans of any of the above securities.

If you may apply the grace period, it begins, for a newly opened account, on the date the payer first credits the account. For an existing account for which the payer holds a Form W-8B, the grace period begins on the date the payer first credits the account after the existing documentation held can no longer be relied upon. The grace period ends on the earlier of the close of the 90th day from the date the grace period begins, the date the documentation is provided, or the last day of the calendar year. The grace period also ends when the remaining balance in the account equals 31% of the total amounts credited since the beginning of the grace period.

You may not use the grace period rules to apply a reduced rate of withholding. However, if you have a withholding certificate that is otherwise valid except that it is transmitted by facsimile, you may rely on that facsimile form for purposes of withholding at the reduced rate that the beneficial owner claims on the facsimile for the grace period.

If, by the end of the grace period, the payee has not given you the required documentation, you must apply the presumptions described in **Responsibilities of the withholding agent** on page 3.

Expiration of Form W-8B. Generally, a Form W-8B filed without a TIN will remain in effect for a three-year period starting on the date the form is signed and ending on the last day of the third succeeding calendar year. However, in the case of an integral part of a foreign government (within the meaning of

Temporary Regulations section 1.892-T(a)(2)) or a foreign central bank of issue, a Form W-8B filed without a TIN will remain in effect until such time as a change in circumstances makes any of the information on the form incorrect. See Regulations section 1.1441-1(e)(4)(ii)(B)(7). A Form W-8B furnished with a TIN will remain in effect until such time as a change in circumstances makes any information on the form incorrect.

DO NOT send Form W-8B to the IRS. Instead, keep Form W-8B in your records for as long as it may be relevant in the determination of your tax liability under section 1461. Use the information on Form W-8B to prepare **Form 1042-S**, Foreign Person's U.S. Source Income Subject to Withholding.

Substitute Forms W-8B

You may develop and use your own Form W-8B (a substitute Form W-8B) if its content is substantially similar to the IRS's official Form W-8B, to the extent required by these instructions, and it satisfies certain certification requirements. You may develop and use a substitute Form W-8B that is in a foreign language, provided that the substitute form also provides the English version of the statements and information otherwise required to be included in the substitute form. You may combine Forms W-8, W-8A, W-8B, and W-8C into a single substitute form.

You may incorporate a substitute Form W-8B into other business forms you customarily use, such as account signature cards, provided the required certifications are clearly set forth. You **may not**:

1. Use a substitute Form W-8B that requires the payee, by signing, to agree to provisions unrelated to the required certification; or
2. Imply that a person may be subject to 30% withholding or 31% withholding unless that person agrees to provisions on the substitute form that are unrelated to the required certifications.

Content of substitute form. The substitute Form W-8B must contain all of the information in Part I. The substitute Form W-8B must also contain all of the statements and certifications contained in Parts II and III, but a specific part only needs to be included (in its entirety) if it is relevant. For example, if the only beneficial owners a U.S. withholding agent has as account holders are foreign governments, the withholding agent could use a substitute Form W-8B that contains only the required information from Part I, plus the statements and certifications from Part II related to foreign governments.

A substitute Form W-8B is valid only if it has the same penalties of perjury statement as the official form and the signature of an authorized official. However, if the substitute form is contained in some other business form, the words "on this form" may be modified to refer to that portion of the business form containing the substitute Form W-8B information. The design of the substitute form must be such that the information and certifications that are being attested to by the penalties of perjury statement clearly stand out from any other information contained in the form. Additionally, the following statement must be presented in the same manner as in the preceding sentence and must appear immediately above the single signature line: "The Internal Revenue Service does not require your consent to any provision of this document other than the certifications required to establish your status as a foreign government, international organization, foreign central bank of issue, or foreign tax-exempt organization."

The substitute form must contain instructions that adequately inform the beneficial owner what is meant by permanent address and, if Part II is included, include the **Worksheet for Foreign Governments, International Organizations, and Central Banks of Issue**. You are, however, encouraged to provide all relevant instructions, especially if the payee requests them.

Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. If you want to receive exemption from withholding on compensation for independent (and certain dependent) personal services, you are required to give us the information. We need it to ensure that you are complying with these laws and to allow us to figure and collect the right amount of tax.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by Code section 6103.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is: Recordkeeping, XX min.; Learning about the law or the form, XX min.; Preparing and sending the form to IRS, XX min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Tax Forms Committee, Western Area Distribution Center, Rancho Cordova, CA 95743-0001. **DO NOT** send the tax form to this office. Instead, give it to your withholding agent.